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BOSTON, MA

**Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, section 80B-8, of the Boston Zoning Code for the  
Office Tower, a Project Component of The Hub on Causeway Project  
(formerly known as the Boston Garden Project)**

- (1) **Name of Project Component:** The Office Tower, a Project Component of The Hub on Causeway Project (formerly known as the Boston Garden Project)
- (2) **Location:** The Hub on Causeway Project Site (formerly known as the Boston Garden Project Site), located at 80 Causeway Street, was subdivided into separate air rights parcels as shown on a plan entitled "The Hub on Causeway, North Station, Causeway Street, Boston, Massachusetts" prepared by VHB, dated July 7, 2016, recorded with the Suffolk County Registry of Deeds on November 28, 2016 in Plan Book 2016, Page 534, as modified by a plan entitled "The Hub On Causeway, North Station, Causeway Street, Boston, Massachusetts", prepared by VHB, dated June 29, 2018, recorded with the Suffolk County Registry of Deeds on July 30, 2018 in Plan Book 2018, Plan 406 (collectively, the "**Air Rights Plan**"). The Office Tower is to be constructed within the Office Tower Parcel more particularly described in Exhibit A attached hereto and shown on the Air Rights Plan (the "**Office Tower Parcel**").
- (3) **Applicants/Owners:** The Project Applicants are Boston Garden Development Corp. and Boston Properties Limited Partnership. The Owner of the Office Tower Parcel is Office Tower Owner, LP, a Delaware limited partnership, the owner of fee title to the Office Tower Parcel (the "**Office Tower Owner**").
- (4) The undersigned hereby states, under penalties of perjury and in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code, that: the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the Office Tower Parcel are listed in Exhibit B attached hereto.
- (5) The undersigned also acknowledges and states that except as stated below, none of the individuals listed in Exhibit B is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the State Department of Capital Planning and Operations.
- (6) The undersigned hereby states, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

UPDATED LIST OF NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL  
CORPORATIONS, AND AGENTS ASSOCIATED WITH THE PROJECT

Architect:

Design Architect:

Gensler  
1 Beacon St. 3<sup>rd</sup> Floor  
Boston, MA 02108  
Contact: Doug Gensler

Architect of Record:

Stantec  
311 Summer St  
Boston, MA 02210  
Contact: David Lunny

Structural:

LeMessurier Consultants  
1380 Soldiers Field Road  
Boston, MA 02135  
(617) 868-1200  
Contact: William Lovallo, P.E.

Environmental Permitting:

Epsilon Associates, Inc.  
150 Main Street, P.O. Box 700  
Maynard, MA 01754-0700  
(978) 461-6219  
Contact: Peggy Briggs

Transportation:

Vanasse & Associates, Inc.  
10 New England Business Center Dr.  
Suite 314  
Andover, MA 01810  
(508) 414-7924  
Contact: Jeffrey S. Dirk, P.E.

Civil Engineer:

Vanasse Hangen Brustlin, Inc.  
99 High Street, 10<sup>th</sup> Floor  
Boston, MA 02110  
(617) 728-7777  
Contact: Howard Moshier

MEP Engineer:	Consentini Associates Building 200, 2nd Floor One Kendall Square, Suite B2204 Cambridge, MA 02139-1571 (617) 494-9090 Contact: Robert Leber
Landscape:	Copley Wolff Design Group 160 Boylston Street 3rd Floor Boston, MA 02116 (617) 654-9000 Contacts: John Copley
Code Consultant:	Hughes Associates 5 Mount Royal Avenue 3rd Floor Marlborough, MA 01752-1900 (508) 624-7766 Contact: Eric Cote, P.E.
Geotechnical:	Haley & Aldrich, Inc. 465 Medford Street, Suite 2200 Charlestown, MA 02129 (617) 886-7326 Contact: Mark Haley
Tax Consultant:	Marvin F. Poer and Company 31 State Street, 9 <sup>th</sup> Floor Boston, MA 02109 (617) 720-0182 Contact: John Ryder
Community Outreach:	Exclusive Real Estate 10 Derne Street Boston, MA 02114 (617) 263-1157 Contact: Harry R. Collings
Sustainability Consultant:	The Green Engineer 50 Beharrell Street Concord, MA 01742 (978) 369-8978 Contact: Christopher Schaffner

Wind Consultant:

RWDI  
650 Woodlawn Road West  
Guelph, Ontario, Canada N1K 1B8  
(519) 823-1311  
Contact: Derek R. Kelly

Legal:

Goodwin Procter LLP  
100 Northern Avenue  
Boston, MA 02210  
(617) 570-1371  
Contact: Martin R. Healy

[Signatures on following pages]

SIGNED under the penalties of perjury as of this 15<sup>th</sup> day of October, 2018.

**OFFICE TOWER OWNER, LP,**  
a Delaware limited partnership

By: OFFICE TOWER OWNER GP, LLC, a  
Delaware limited liability company, its  
general partner

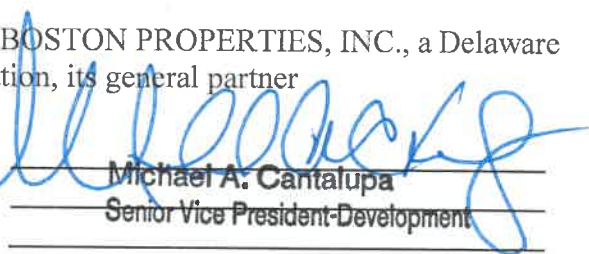
By: OFFICE TOWER DEVELOPER LLC, a  
Delaware limited liability company

Members:

BP OFFICE JV MEMBER LLC, a Delaware  
limited liability company

By: BOSTON PROPERTIES LIMITED  
PARTNERSHIP, a Delaware limited partnership,  
its sole member and manager

By: BOSTON PROPERTIES, INC., a Delaware  
corporation, its general partner

By:   
Name: Michael A. Cantalupa  
Title: Senior Vice President-Development

BOSTON GARDEN OFFICE TOWER, LLC, a  
Delaware limited liability company

By: BOSTON GARDEN DEVELOPMENT  
CORP., a Massachusetts corporation, its  
member

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

SIGNED under the penalties of perjury as of this 15<sup>th</sup> day of October, 2018.

**OFFICE TOWER OWNER, LP,**  
a Delaware limited partnership

By: OFFICE TOWER OWNER GP, LLC, a  
Delaware limited liability company, its  
general partner

By: OFFICE TOWER DEVELOPER LLC, a  
Delaware limited liability company

Members:

BP OFFICE JV MEMBER LLC, a Delaware  
limited liability company

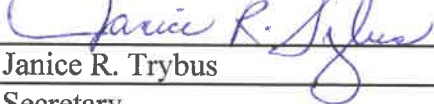
By: BOSTON PROPERTIES LIMITED  
PARTNERSHIP, a Delaware limited partnership,  
its sole member and manager

By: BOSTON PROPERTIES, INC., a Delaware  
corporation, its general partner

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

BOSTON GARDEN OFFICE TOWER, LLC, a  
Delaware limited liability company

By: BOSTON GARDEN DEVELOPMENT  
CORP., a Massachusetts corporation, its  
member

By:   
Name: Janice R. Trybus  
Title: Secretary

## EXHIBIT A

### **LEGAL DESCRIPTION OF THE OFFICE TOWER PARCEL**

Those certain four parcels shown on a plan entitled "The Hub On Causeway, North Station, Causeway Street, Boston, Massachusetts", prepared by VHB, dated June 29, 2018, Scale 1"=30' recorded with the Suffolk County Registry of Deeds in Plan Book 2018, Plan 406 (the "Plan") situated on land located northerly of Causeway Street, and westerly of the Central Artery (I-93) in the City of Boston, County of Suffolk, Commonwealth of Massachusetts, and being bounded and described as follows:

#### Primary Office Tower Parcel (Shown on Sheet Sv-1 of said Plan)

The Parcel consists of the volume of space over the East Podium Parcel, commencing at and lying above the grade of 133.33 feet (the "Lower Elevation") and extending to elevation 157.33 feet (the "Upper Elevation"), all based on "mean sea level" as defined by the National Geodetic Vertical Datum of 1929, within the vertical planes of the perimeter of the above described parcel; in no event shall the within parcel extend below the Lower Elevation or above the Upper Elevation.

Commencing at a point on the northerly sideline of Causeway Street and the westerly sideline of Legend's Way Parcel, then northwesterly by the Former Garden Parcel approximately 16 feet to the point of beginning; thence running

Southwesterly a distance of approximately one hundred nineteen feet (119'±) to a point; thence running

Northwesterly a distance of approximately thirty eight feet (38'±) to a point; thence running

Northeasterly a distance of approximately one hundred nineteen feet (119'±) to a point; thence running

Southeasterly a distance of approximately thirty eight feet (38'±) to the point of beginning.

The above described parcel contains 4,493 S.F. according to said Plan.

#### Legend's Way Tower Parcel (Shown on Sheet Sv-1 of said Plan)

The Parcel consists of the volume of space over the Legend's Way Podium Parcel, commencing at and lying above the grade of 133.33 feet (the "Lower Elevation") and extending to elevation 157.33 feet (the "Upper Elevation"), all based on "mean sea level" as defined by the National Geodetic Vertical Datum of 1929, within the vertical planes of the perimeter of the above described parcel; in no event shall the within parcel extend below the Lower Elevation or above the Upper Elevation.

Commencing at a point on the northerly sideline of Causeway Street and the westerly sideline of Legend's Way Parcel, then northwesterly by the Former Garden Parcel approximately 16 feet to the point of beginning; thence running

Northwesterly a distance of approximately thirty eight feet (38'±) to a point; thence running

Northeasterly continuing a distance of approximately forty four feet (44'±) to a point; thence running

Southeasterly a distance of approximately thirty eight feet (38'±) to a point; thence running

Southwesterly a distance of approximately forty four feet (44'±) to the point of beginning.

The above described parcel contains 1,670 S.F. according to said Plan.

Primary Office Tower Parcel (Shown on Sheet Sv-2 of said Plan)

The Parcel consists of the volume of space commencing at and lying above the grade elevation 157.33 feet (the "Lower Elevation"), all above "mean sea level" as defined by the National Geodetic Vertical Datum of 1929, within the vertical planes of the perimeter of the parcel described below; in no event shall the within parcel extend below the Lower Elevation.

Commencing at a point on the northerly sideline of Causeway Street and the westerly sideline of Legend's Way Parcel, then northwesterly by the Former Garden Parcel approximately 5 feet by the Former Garden Parcel to the point of beginning; thence running

Southwesterly a distance of approximately one hundred thirty one feet (131'±) to a point; thence running

Northwesterly a distance of approximately one hundred eighty two feet (182'±) to a point; thence running

Northeasterly a distance of approximately one hundred thirty one feet (131'±) to a point; thence running

Southeasterly a distance of approximately one hundred eighty two feet (182'±) to the point of beginning.

The above described parcel contains 23,771 S.F. according to said Plan.

Legend's Way Tower Parcel (Shown on Sheet Sv-2 of said Plan)

The Parcel consists of the volume of space commencing at and lying above the grade elevation 157.33 feet (the "Lower Elevation"), all above "mean sea level" as defined by the National Geodetic Vertical Datum of 1929, within the vertical planes of the perimeter of the parcel described below; in no event shall the within parcel extend below the Lower Elevation.

Commencing at a point on the northerly sideline of Causeway Street and the westerly sideline of Legend's Way Parcel, then northwesterly by the Former Garden Parcel approximately 5 feet by the Former Garden Parcel to the point of beginning; thence running

Northwesterly a distance of approximately one hundred eighty two feet (182'±) to a point; thence running

Northeasterly continuing a distance of approximately fifty six feet (56'±) to a point; thence running

Southeasterly a distance of approximately one hundred eighty two feet (182'±) to a point; thence running

Southwesterly a distance of approximately fifty six feet (56'±) to the point of beginning.

The above described parcel contains 10,202 S.F. according to said Plan.

The Owner reserves the right from time to time to substitute, amend or otherwise modify the above descriptions as more accurate site description information is developed.



**EXHIBIT B**

**THE NAME AND RESIDENCE OF EACH PERSON WITH A BENEFICIAL INTEREST  
IN THE OFFICE TOWER PARCEL**

One hundred percent (100%) of the limited partnership interest and general partnership interest of Office Tower Owner is owned directly or indirectly by Office Tower Developer LLC, a Delaware limited liability company ("**Office Tower Developer**").

NAME: Boston Garden Development Corp. 50%

ADDRESS: 100 Legends Way  
Boston, MA 02114  
Attention: Christopher Maher, Vice President

Fifty percent (50%) of the limited liability company membership interest in Office Tower Developer is owned by Boston Garden Office Tower LLC, a Delaware limited liability company, which is wholly-owned by Boston Garden Development Corp., a Massachusetts corporation. One hundred percent (100%) of the stock of Boston Garden Development Corp. is owned by Delaware North Companies, Incorporated, a Delaware corporation. Delaware North Companies, Incorporated is owned by:

Stockholder	Total Outstanding Stock (%)
Jeremy M. Jacobs Trust U/A dated 4/1/73, as amended and restated 4/17/98 (DEERIDGE TRUST COMPANY, LLC, Trustee)	97.6236%
Jeremy M. Jacobs Trust U/A dated 8/27/75, as amended and restated 10/21/98 (DEERIDGE TRUST COMPANY, LLC, Trustee)	1.6857%
Other fractional interests by others	Less than 1%

NAME: Boston Properties Limited Partnership 50%

ADDRESS: 800 Boylston Street, 19<sup>th</sup> Floor  
Boston, MA 02199  
Tel: (617) 236-3491  
Attention: Michael A. Cantalupa, Senior Vice President- Development

Fifty percent (50%) of the limited liability company membership interest in Office Tower Developer is owned by BP Office JV Member LLC, a Delaware limited liability company, which is wholly-owned by Boston Properties Limited Partnership, a Delaware limited partnership. Boston Properties Limited Partnership, is owned by:

(i) Approximately 89.03% by its sole general partner, Boston Properties, Inc., a publically-owned real estate investment trust traded on the New York Stock Exchange;

- (ii) Approximately 4.77% by Mortimer B. Zuckerman and related trusts;
- (iii) Approximately 1.58% by the Joyce Linde and Mark Balk, Trustees of the Edward A. Linde 1988 Trust; and
- (iv) No other partner owns more than 1%



Martin R. Healy  
+1 617 570 1371  
mhealy@goodwinlaw.com

Goodwin Procter LLP  
100 Northern Avenue  
Boston, MA 02210

goodwinlaw.com

+1 617 570 1000

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**BY HAND**

October 15, 2018

Maureen Feeney  
City Clerk  
City of Boston  
One City Hall Square, Room 601  
Boston, MA 02201-2014

Theresa Donovan  
Assistant Secretary  
Boston Planning & Development Agency  
One City Hall Square  
Boston, MA 02201-2014

**Re: The Hub on Causeway (formerly known as the Boston Garden Project)--Disclosure Statement Concerning Beneficial Interests**

Dear Ms. Feeney and Assistant Secretary Donovan:

Enclosed for filing please find a Disclosure Statement Concerning Beneficial Interests dated October 15, 2018 for the Office Tower of the above-referenced project as required by Article 80, Section 80B-8 of the Boston Zoning Code.

Please call me if you have any questions or require additional information in connection with this filing.

Sincerely,

Martin R. Healy  
Attorney for the Applicant

MRH/amd

cc: E. Renee LeFevre, General Counsel, Boston Redevelopment Authority  
Brian Golden, Director, Boston Redevelopment Authority

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**DISCLOSURE STATEMENT CONCERNING BENEFICIAL INTERESTS AS  
REQUIRED BY ARTICLE 80, SECTION 80B-8, OF THE BOSTON ZONING CODE**

- (1) Name of Project: New Inpatient Building
- (2) Location: 111 Francis Street, Boston, MA 02215, on a site bounded by Brookline Avenue, Francis Street, a discontinued portion of Pilgrim Road owned by the Applicant, and the Rosenberg Building
- (3) Applicant: Beth Israel Deaconess Medical Center, Inc., a Massachusetts charitable corporation
- (4) The undersigned hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

**NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST:**

	<u>Percentage Interest</u>
Beth Israel Deaconess Medical Center, Inc., a Massachusetts charitable corporation (BIDMC)	N/A

**Members of the BIDMC Board of Directors:**

Carol F. Anderson  
Thomas J. DeSimone  
Edward H. Ladd  
Margaret A. McKenna  
William A. Johnston  
Robert J. Lepofsky  
Aron Ain  
Jill T. Cheng  
Michael F. Cronin  
Joel Cutler  
Carol Fulp  
Danielle Remis Hackel  
Daniel J. Jick  
David F. Lamere  
Chiang J. Li, MD, FACP

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James Mandell, MD  
Geoff Rehnert  
Alan W. Rottenberg  
Jennifer K. Silver

Michael J. Brady, *ex-officio* as Chair, Board of Directors,  
Beth Israel Deaconess Hospital-Milton  
Lyle Lawrence Bazzinotti, *ex-officio* as Chair, Board of  
Directors, Beth Israel Deaconess Hospital-Plymouth  
Elliot Chaikof, MD, *ex-officio* as Chief, Roberta and Stephen  
R. Weiner Department of Surgery  
Alexa Kimball, MD, MPH, *ex-officio* as President and CEO  
of Harvard Medical Faculty Physicians at BIDMC  
Pamela Lesser, *ex-officio* as Chair, BIDMC Trustee Advisory  
Board  
Stephen Vanoumy, Jr, *ex-officio* as Chair, Board of Trustees,  
Beth Israel Deaconess Hospital-Needham  
Kevin Tabb, MD, *ex-officio* as CEO  
Mark Zeidel, MD, *ex-officio* as Chief, Department of  
Medicine

BIDMC Officers:

Chair	Carol F. Anderson
Vice Chair	Thomas J. DeSimone
Vice Chair	Edward H. Ladd
Vice Chair	Margaret A. McKenna
Treasurer	William A. Johnston
Secretary/Clerk	Robert J. Lepofsky
Asst. Treasurer	Steven P. Fischer
Asst. Secretary/Clerk	Jamie W. Katz and Kerry E. J. Brown

The sole member of Beth Israel Deaconess Medical Center, Inc. is CareGroup, Inc., a Massachusetts charitable corporation, whose directors and officers are as follows:

Members of the CareGroup, Inc. Board of Directors:

Thomas Barker  
John Canepa  
Daniel Jick  
Peter Nichols  
Hans Michael Norkus  
Helen Strieder  
John Wilkins

CareGroup, Inc. Officers:

Chair	Hans Michael Norkus
Treasurer	John T. Szum
Clerk	Daniel T. Roble

- (5) The undersigned also acknowledge and state that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts or is an employee of the State Department of Capital Asset Management (formerly the Department of Capital Planning and Operations).
- (6) The undersigned hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL  
CORPORATIONS AND AGENTS WHO HAVE ACTED ON SAID APPLICATION:

Owner's Representative

Leggat McCall Properties  
10 Post Office Square, Suite 13  
Boston, MA 02109  
Contact: Robert Foster

Legal Counsel

Goulston & Storrs  
400 Atlantic Avenue  
Boston, MA 02110  
Contact: Adam Hundley, Esq.

Architect

Payette Associates, Inc.  
290 Congress Street, Fifth Floor  
Boston, MA 02210  
Contact: Kevin Sullivan, AIA

Environmental Consultants

Epsilon Associates, Inc.  
3 Mill & Main Place, Suite 250  
Maynard, MA 01754

Contact: Cindy Schlessinger

RWDI  
600 Southgate Drive  
Guelph Ontario Canada N1G 4P6  
Contact: Sonia Beaulieu

Transportation Consultant/Civil Engineer

VHB  
99 High Street, 10<sup>th</sup> Floor  
Boston, MA 02110  
Contact: Sean Manning & Howard Moshier, PE

Geotechnical Engineer

GEI Consultants  
400 Unicorn Park Drive, Suite 8  
Boston, MA 02129  
Contact: Ileen Gladstone, P.E., LSP, LEED AP

MEP/FP Engineer/Tel Data Engineer

Bard, Rao + Athanas Consulting Engineers, LLC  
10 Guest Street, 4<sup>th</sup> Floor  
Boston, MA 02135  
Contact: Allan Ames, PE

Construction Manager

Turner Construction Company  
Two Seaport Lane, Suite 200  
Boston, MA 02210  
Contact: Amy Sowersby

Code Consultant

Hastings Consulting, Inc.  
142 Hanlon Road  
Holliston, MA 01746  
Contact: Kevin Hastings

Acoustics/Vibration Consultant

Acentech  
33 Moulton Street  
Cambridge, MA 02138  
Contact: Ben Davenny

SIGNED under the penalties of perjury as of October 2, 2018.

BETH ISRAEL DEACONESS MEDICAL CENTER, INC.

By: Jamie W. Katz

Name: Jamie W. Katz

Title: Assistant Secretary/Clerk and General Counsel



October 3, 2018

BY HAND

**Ms. Maureen Feeney**

City Clerk  
1 City Hall Square, Room 601  
Boston, MA 02201

Ms. Theresa Polhemus  
Office of the Executive Director/Secretary  
Boston Redevelopment Authority  
1 City Hall Square, 9<sup>th</sup> Floor  
Boston, MA 02201

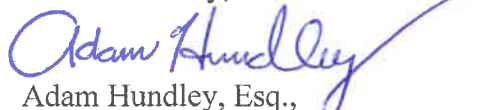
Jeffrey Hampton  
Executive Secretary  
City of Boston Zoning Commission  
1 City Hall Square, 9<sup>th</sup> Floor  
Boston, MA 02201

Re: Disclosure Statement – Beth Israel Deaconess Medical Center's  
New Inpatient Building

Dear Ms. Feeney, Ms. Polhemus, and Mr. Hampton:

On behalf of Beth Israel Deaconess Medical Center, as Proponent, enclosed please find a Disclosure Statement as required by Section 80B of the City of Boston Zoning Code for the BIMCM's New Inpatient Building in the Longwood Medical and Academic Area. I would appreciate it if you could countersign or stamp a copy of this letter to evidence your receipt of this Disclosure. Thank you very much.

Yours sincerely,

  
Adam Hundley, Esq.,  
Attorney for the Proponent

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Name:

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**Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code**

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BOSTON, MA

(1) Name of Project: The Troy Boston  
Apartments

(2) Location: 55 Traveler Street (f/k/a 275 Albany Street)

(3) Applicant: EQR-Troy LLC and EQR-Troy A LLC, as tenants in common  
(collectively, "Troy")

(4) I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL  
INTEREST (continue on separate sheet if necessary):

	Percentage Interest
NAME: <u>ERP Operating Limited Partnership ("ERP")</u> ADDRESS: <u>Two North Riverside Plaza, Chicago, IL 60606</u>	100% in Troy
NAME: <u>Equity Residential, a MD REIT ("EQR")</u> ADDRESS: <u>Two North Riverside Plaza, Chicago, IL 60606</u>	96.3% in ERP
NAME: <u>The Vanguard Group</u> ADDRESS: <u>100 Vanguard Blvd, Malvern, PA 19355</u>	12.87% in EQR
NAME: _____ ADDRESS: _____	
NAME: _____ ADDRESS: _____	

(5) The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the State Department of Capital Planning and Operations.

(6) I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents

who have acted on behalf of any of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL CORPORATIONS AND AGENTS WHO HAVE ACTED ON SAID APPLICATION  
(continue on separate sheet if necessary):

NAME: \_\_\_\_\_  
ADDRESS: \_\_\_\_\_

NAME: \_\_\_\_\_  
ADDRESS: \_\_\_\_\_

NAME: \_\_\_\_\_  
ADDRESS: \_\_\_\_\_

NAME: \_\_\_\_\_  
ADDRESS: \_\_\_\_\_

NAME: \_\_\_\_\_  
ADDRESS: \_\_\_\_\_

**[Signatures Next Page]**

**SIGNED** under the penalties of perjury.

**EQR-TROY LLC**, a Delaware limited liability company, as to a 60% undivided tenant in common interest

By: ERP Operating Limited Partnership, an Illinois limited partnership, its member

By: Equity Residential, a Maryland real estate investment trust, its general partner

By: Caroline Hammond  
Name: \_\_\_\_\_  
Its: **CAROLINE HAMMOND**  
**VICE PRESIDENT**

**EQR-TROY A LLC**, a Delaware limited liability company, as to a 40% undivided tenant in common interest

By: ERP Operating Limited Partnership, an Illinois limited partnership, its member

By: Equity Residential, a Maryland real estate investment trust, its general partner

By: Caroline Hammond  
Name: \_\_\_\_\_  
Its: **CAROLINE HAMMOND**  
**VICE PRESIDENT**

**ASSIGNMENT AND ASSUMPTION OF COOPERATION AGREEMENT**

*Troy Boston Apartments, Boston, Massachusetts*

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This ASSIGNMENT AND ASSUMPTION OF COOPERATION AGREEMENT (this "Assignment") is made by and between **275 ALBANY STREET, LLC**, a Delaware limited liability company, having an address at c/o Gerding Edlen, 1477 NW Everett Street, Portland, Oregon 97209 ("Assignor"), and **EQR-TROY LLC**, as to a 60% undivided tenant in common interest and **EQR-TROY A LLC**, as to a 40% undivided tenant in common interest, each a Delaware limited liability company, having an address at Two North Riverside Plaza, Suite 400, Chicago, Illinois 60606 (collectively, the "Assignee"), and is made effective as of this 21 day of August, 2018 (the "Effective Date").

1. As of the Effective Date, under a Purchase and Sale Agreement and Joint Escrow Instructions (as assigned, collectively, the "Purchase Agreement"), Assignor is assigning to Assignee all of its interest arising from and after the date hereof in and to all that certain real property located at 275 Albany Street, Boston, Suffolk County, Massachusetts, as more particularly described in Exhibit A to the Purchase Agreement.

2. As of the Effective Date, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby irrevocably assigns to Assignee all of Assignor's right and interest in and to that certain *Cooperation Agreement*, 275 Albany Street, Boston, by and between Assignor and the Boston Redevelopment Authority, d/b/a the Boston Planning & Development Agency (the "BPDA"), dated December 9, 2013 (the "Cooperation Agreement").

3. Assignee hereby accepts the assignment of the Cooperation Agreement and assumes and agrees to perform and comply with all of the covenants and agreements of the Cooperation Agreement to be performed by the Applicant arising on or after the Effective Date of this Assignment.

4. All terms of this Assignment shall be binding upon, inure to the benefit of and be enforceable by the parties hereto and their respective legal representatives, successors and assigns.

5. No modification, waiver, amendment, discharge or change of this Assignment shall be valid unless the same is in writing and signed by the party against which the enforcement of such modification, waiver, amendment, discharge or change is or may be sought.

6. This Assignment shall be construed and enforced in accordance with the laws of the Commonwealth of Massachusetts.

7. This Assignment may be executed in any number of counterparts, each of which so executed shall be deemed original; such counterparts shall together constitute but one agreement.

IN WITNESS WHEREOF, the parties have executed this Assignment as of the Effective Date set forth above.

**SELLER:**

**275 ALBANY STREET LLC**, a Delaware limited liability company

By: 

Patrick Wilde, Authorized Signatory

**ASSIGNEE:**

**EQR-TROY LLC**, a Delaware limited liability company, as to a 60% undivided tenant in common interest

By: EQR CDECREE QI Inc., a Delaware corporation, its sole economic member

By: Naomi Weitzel  
Name: Naomi Weitzel  
Its: SVP

**EQR-TROY A LLC**, a Delaware limited liability company, as to a 40% undivided tenant in common interest

By: EQR CDECREE QI Inc., a Delaware corporation, its sole economic member

By: Naomi Weitzel  
Name: Naomi Weitzel  
Its: SVP

**EXHIBIT A**

**LEGAL DESCRIPTION  
(the "Land")**

Real property in the City of Boston, County of Suffolk, State of Massachusetts, described as follows:

The land with the buildings thereon in Boston, Suffolk County, Massachusetts shown as Parcel No. 9 on a plan entitled "Urban Renewal Division, Boston Housing Authority New York Streets Project, UR Mass. 2-1, Land Disposition Plan", by Hayden, Harding and Buchanan, Inc., Consulting Engineers, Boston 35, Massachusetts, dated March 6, 1957, Revisions June 26, 1957, recorded in the Suffolk Registry of Deeds in Book 7263, Page 345, which parcel is more particularly bounded and described as follows:

SOUTHERLY by Dover Street, 139.37 feet;

WESTERLY by Parcel No. 10 on said plan, 180.00 feet and Parcel No. 11 on said plan, 155.82 feet;

NORTHERLY by Troy Street, 147.30 feet;

NORTHEASTERLY by the curved intersection of Troy Street and Albany Street, 32.36 feet;

EASTERLY by Albany Street, 302.99 feet; and

SOUTHEASTERLY by the curved intersection of Dover Street and Albany Street, 31.46 feet. Said Parcel No. 9 contains 55,484.34 square feet, according to said plan.

Parcel No. 9 includes the fee and soil of those portions of Albany Street, Troy Street and Dover Street adjoining said portions to the center line of said streets. Said Troy Street is now known as Traveler Street and said Dover Streets is now known as East Berkeley Street.





Equity Residential  
Two North Riverside Plaza  
Chicago, IL 60606

312.474.1300  
312.454.8703 FAX  
EquityResidential.com

September 27, 2018

**VIA UPS OVERNIGHT**

Ms. Maureen Feeney  
City Clerk  
1 City Hall Square, Room 601  
Boston, MA 02201

Theresa Polhemus  
Executive Secretary  
Boston Redevelopment Authority  
1 City Hall Square, 9<sup>th</sup> Floor  
Boston, MA 02201

RECEIVED  
CITY CLERK'S OFFICE  
2018 SEP 28 A 10:46  
BOSTON, MA

**Re: Update to Disclosure Statement – 55 Traveler Street, fka 275 Albany  
Street (The Troy Boston Apartments)**

Dear Ms. Feeney and Ms. Polhemus:

On August 21, 2018, EQR-Troy LLC and EQR-Troy A LLC, as tenants in common (collectively, "EQR"), acquired the project formerly known as 275 Albany Street, and now known as the Troy Boston Apartments, located at 55 Traveler Street. Pursuant to Section 80B-8.6 of the City of Boston Zoning Code, EQR hereby files the enclosed updated Disclosure Statement Concerning Beneficial Interests, reflecting the ownership change.

Enclosed please also find a copy of the fully executed Assignment and Assumption of Cooperation Agreement dated August 21, 2018 to EQR as assignee.

Please do not hesitate to contact me with any questions.

Very truly yours,

Caroline Hammond  
VP, Equity Residential

Enclosure

cc: Jared Eigerman. Esq. (via email w/enc.)

UPDATED  
Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

RECEIVED  
CITY CLERK'S OFFICE  
2010 SEP 27 P 4:13  
BOSTON, MA

- (1) Name of Project: 115 Winthrop Square Redevelopment
- (2) Location: 115 Federal Street (sometimes commonly referred to as 115 Winthrop Square or 240 Devonshire Street), Downtown Boston
- (3) Applicant: MCAF Winthrop LLC,  
a Delaware limited liability company  
7 Water Street, Suite 200  
Boston, Massachusetts 02109
- (4) I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST (continue on separate sheet if necessary):

<u>Name:</u>	<u>Beneficial Interest Percentage</u>
Beneficial Owner of MCAF Winthrop LLC:	
Winthrop Development Holding Co LLC a Delaware limited liability company c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	100%
Beneficial Owner of Winthrop Development Holding Co LLC:	
Winthrop Development Common Member LLC a Delaware limited liability company c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	100%
Beneficial Owner of Winthrop Development Common Member LLC:	

Winthrop Development Funding Member LLC 100%  
a New York limited liability company  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owners of Winthrop Development Funding Member LLC:

Winthrop Development Residential Member LLC 100%  
a New York limited liability company  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owners of Winthrop Development Residential Member LLC:

MCAF Development Holding Co LLC 100%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owners of MCAF Development Holding Co LLC:

Millennium Partners Holding Co LLC 100%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owner of Millennium Partners Holding Co LLC:

Millennium Partners LLC 100%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owner of Millennium Partners LLC:

MDP CAF Holdings LLC 45.97367%  
a New York limited liability company  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

MCAF Principal Holding Co LLC 54.02633%  
a Delaware limited liability company  
c/o Millennium Partners

1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owners of MDP CAF Holdings LLC:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	78.98930%
--	-----------

Philip E. Aarons c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	8.62670%
---	----------

Millennium Investment Holding LP a Delaware limited partnership c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	3.98080%
---	----------

Philip H. Lovett c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	3.68800%
---	----------

Steven L. Hoffman c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	1.46150%
--	----------

Mario J. Palumbo c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.78980%
---	----------

W.S. Triangle, Inc. a Utah corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.58400%
--	----------

Millennium Partners I, Inc. a New York corporation c/o Millennium Partners 1995 Broadway, 3rd Floor	0.56750%
--	----------

New York, NY 10023

Millennium Partners Management I, Inc. a New York corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.56750%
---	----------

1965 Broadway Corp. a New York corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.19430%
--	----------

Sean Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.18500%
--	----------

Millennium Entertainment Corp. a New York corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.11520%
---	----------

Millennium Development Corp. a New York corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.11090%
---	----------

Pamela Malkani c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.09290%
---	----------

Lincoln Broadway Corp. a New York corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	.004660%
---	----------

Beneficial Owner of W.S. Triangle, Inc.:

Christopher M. Jeffries c/o Millennium Partners	100%
--	------

1995 Broadway, 3rd Floor  
New York, NY 10023

Beneficial Owners of Millennium Partners I, Inc.:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	70%
--	-----

Phillip E. Aarons c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	20%
--	-----

Phillip H. Lovett c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	10%
--	-----

Beneficial Owners of Millennium Partners Management I, Inc.:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	70%
--	-----

Phillip E. Aarons c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	20%
--	-----

Phillip H. Lovett c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	10%
--	-----

Beneficial Owner of 1965 Broadway Corp.:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	100%
--	------

Beneficial Owners of Millennium Development Corp.:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	70%
--	-----

Phillip E. Aarons c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	20%
--	-----

Phillip H. Lovett c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	10%
--	-----

Beneficial Owners of Millennium Entertainment Corp.:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	66.5%
--	-------

Phillip E. Aarons c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	19%
--	-----

Phillip H. Lovett c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	9.5%
--	------

Steven L. Hoffman c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	5%
--	----

Beneficial Owner of Lincoln Broadway Corp.:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	100%
--	------

Beneficial Owners of MCAF Principal Holding Co LLC:

Christopher M. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	40.5084%
Lisa T. Jeffries c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	1.4543%
LJ 2017 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	27.7642%
Sean Jeffries 2005 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.7270%
Anne Jeffries Citrin 2000 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	1.4543%
Claudia Jeffries Citrin 2004 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.8728%
Ella Marian Jeffries 2004 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.8728%
Joseph Martin Citrin 2006 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.5818%
Margeaux Powers Citrin 2008 Trust c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.5818%
Meaghan Margaret Jeffries 2006 Trust	0.5818%



c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Brynn Michael Jeffries 2010 Trust 0.5818%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

William Christopher Citrin 2011 Trust 0.5818%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Gabrielle LaLonde Citrin 2013 Trust 0.5818%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Sean Jeffries 0.7346%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Mario J. Palumbo 10.6346%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Philip E. Aarons 1.9545%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Steven L. Hoffman 4.0094%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

Pamela Malkani 0.5102%  
c/o Millennium Partners  
1995 Broadway, 3rd Floor  
New York, NY 10023

The Mario J. Palumbo Jr. 2013 GST Exempt Trust 4.0835%  
c/o Millennium Partners

1995 Broadway, 3rd Floor  
New York, NY 10023

Millennium Investment Holding LP a Delaware limited partnership c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	0.9286%
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Beneficial Owners of Millennium Investment Holding LP:

Millennium Investment Holding Corp a Delaware corporation c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	1%
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George von Werz c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	99%
--	-----

Beneficial Owners of Millennium Investment Holding LP:

George von Werz c/o Millennium Partners 1995 Broadway, 3rd Floor New York, NY 10023	100%
--	------

- (5) The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the State Department of Capital Asset Maintenance and Management.
- (6) I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL CORPORATIONS, AND AGENTS WHO HAVE ACTED ON SAID APPLICATION

This Disclosure Statement Concerning Beneficial Interests is not submitted with an

application for Zoning Relief, but is an update of a prior Disclosure Statement. The only firm that has assisted with this updated Disclosure Statement is as follows:

DLA PIPER LLP (US)  
33 Arch Street, 26th Floor  
Boston, Massachusetts 02110

[Remainder of page intentionally left blank; signature page follows]

SIGNED under the penalties of perjury as of September 27, 2018.

MCAF WINTHROP LLC,  
a Delaware limited liability company

By: \_\_\_\_\_

Name:

Title:

  
PHILIP H. LOVETT  
Vice President

Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

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CITY CLERK'S OFFICE  
2010 AUG 15 P 1:56  
BOSTON, MA

- (1) Name of Project: Exchange South End Redevelopment
- (2) Location: 540 Albany Street, South End
- (3) Applicant: Boston Flower Exchange, LLC,  
a Massachusetts limited liability company  
c/o The Abbey Group  
177 Huntington Avenue, 24<sup>th</sup> Floor  
Boston, Massachusetts 02115
- (4) I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST (continue on separate sheet if necessary):

<u>Name:</u>	<u>Beneficial Interest Percentage</u>
Abbey Albany Corp., a Delaware corporation c/o The Abbey Group 177 Huntington Avenue, 24 <sup>th</sup> Floor Boston, Massachusetts 02115	100%

Beneficial Owners of Abbey Albany Corp.:

Jennifer Epstein c/o The Abbey Group 177 Huntington Avenue, 24 <sup>th</sup> Floor Boston, Massachusetts 02115	8.33%
Audrey Epstein Reny c/o The Abbey Group 177 Huntington Avenue, 24 <sup>th</sup> Floor Boston, Massachusetts 02115	25%

William Keravuori  
c/o The Abbey Group  
177 Huntington Avenue, 24<sup>th</sup> Floor  
Boston, Massachusetts 02115  
16.67%

Jessica Baron  
c/o The Abbey Group  
177 Huntington Avenue, 24<sup>th</sup> Floor  
Boston, Massachusetts 02115  
8.33%

Shane Baron  
c/o The Abbey Group  
177 Huntington Avenue, 24<sup>th</sup> Floor  
Boston, Massachusetts 02115  
16.67%

Jason Epstein  
c/o The Abbey Group  
177 Huntington Avenue, 24<sup>th</sup> Floor  
Boston, Massachusetts 02115  
25%

- (5) The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the State Department of Capital Asset Maintenance and Management.
- (6) I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL  
CORPORATIONS, AND AGENTS WHO HAVE ACTED ON SAID APPLICATION

Stantec  
311 Summer Street  
Boston MA 02210-1723

DLA Piper LLP (US)  
33 Arch Street, 26th Floor  
Boston, MA 02110

SIGNED under the penalties of perjury as of August 14, 2018.

BOSTON FLOWER EXCHANGE, LLC,  
a Massachusetts limited liability company

Abbey Albany Corp.

By: 

Name:

Daniel J. Gavery, Jr.

Title:

Treasurer.

Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

- (1) Name of Project: **Haynes House Renovation**
- (2) Location: **735 Shawmut Avenue, Roxbury MA. 02119**
- (3) Applicant: **Haynes House Associates II Limited Partnership**
- (4) I hereby state, under the penalties of perjury, that the true names and addresses of the Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL  
INTEREST (continue on separate sheet if necessary):

NAME: Madison Park Development Corporation  
ADDRESS: 184 Dudley Street, Suite 102  
Roxbury, MA 02119

Percentage  
Interest  
100%

Madison Park Development Corporation is a Massachusetts charitable corporation without shareholders. The members of the corporation do not have any personal beneficial interest in the income or assets of the corporation.

Madison Park Development Corporation's interests are indirect, through its wholly owned affiliates Lower Roxbury Community Corporation and Haynes House II, Inc.

- (5) The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is and employee of the State Department of Capital Planning and Operations.
- (6) I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the forgoing with respect to the application of Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.




NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL  
CORPORATIONS, AND AGENTS WHO HAVE ACTED ON SAID  
APPLICATION:

There is no firm or professional corporation receiving \$50,000 or more in  
compensation for acting on behalf of the application for Zoning Relief.

SIGNED under the penalties of perjury.

HAYNE HOUSE ASSOCIATES II LIMITED  
PARTNERSHIP

By: Haynes House II, Inc.,  
General Partner

By:   
Jeanne Pinado, President and CEO

June \_\_, 2018

# Klein Hornig LLP

COUNSELORS AT LAW

101 Arch Street	1325 G Street NW
Suite 1101	Suite 770
Boston, MA 02110	Washington, DC 20005
T 617.224.0600	T 202.842.9006
F 617.224.0601	F 202.842.3936

**John Achatz**  
**617.224.0608**  
[jachatz@kleinhornig.com](mailto:jachatz@kleinhornig.com)

## Transmittal

### **Via First Class Mail**

**TO:** Boston City Clerk  
Boston City Hall, Room 601  
Boston, MA 02201

**FROM:** John Achatz

**DATE:** July 23, 2018

**SUBJECT:** **Hannes House Associates II Limited Partnership**  
**Disclosure Statement Concerning Beneficial Interests as Required by**  
**Article 80, Section 80B-8 of the Boston Zoning Code**  
**KH 0054-111**

---

Enclosed please find for filing an original Disclosure Statement of Haynes House Associates II Limited Partnership Concerning Beneficial Interests as Required by Article 80, Section 80B-8 of the Boston Zoning Code.

Also enclosed is a photocopy of the Disclosure Statement. Please stamp the copy with the date and time of receipt and return it in the enclosed self-addressed envelope.

J.A.



UPDATED  
Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, section 80B-8, of the Boston Zoning Code

RECEIVED  
CITY CLERK'S OFFICE  
2018 JUN 27 P 4:36  
BOSTON, MA

- (1) Name of Project: 150 Seaport Boulevard
- (2) Location: 150 Seaport Boulevard, Boston, Massachusetts
- (3) Applicant: 150 Seaport LLC
- (4) I hereby state, under penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL  
INTEREST

	<u>Percentage Interest</u>
NAME: 150 Seaport LLC	100%
ADDRESS: 250 Northern Avenue, Suite 400, Boston, MA 02210	

<b>Beneficial Owner of 150 Seaport LLC</b>	
Cronin Holdings LP 250 Northern Avenue, Suite 400 Boston, MA 02210	100%
<b>Beneficial Owners of Cronin Holdings LP</b>	
Cronin Holdings Management Limited Partnership 250 Northern Avenue, Suite 400 Boston, MA 02210	99.998%
Jon Cronin 250 Northern Avenue, Suite 400 Boston, MA 02210	0.002%
<b>Beneficial Owners of Cronin Holdings Management Limited Partnership</b>	
Jon Cronin c/o Cronin Holdings LP 250 Northern Avenue, Suite 400 Boston, MA 02210	59%

Nicole Cronin c/o Cronin Holdings LP 250 Northern Avenue, Suite 400 Boston, MA 02210	20%
Sarah Buckley Knocknacurra, Kinsale Co. Cork, Ireland	10%
Jill Buckley Knocknacurra, Kinsale Co. Cork, Ireland	10%
CHM GP, LLC 250 Northern Avenue, Suite 400 c/o The Cronin Group Boston, MA 02210	1%
<b>Beneficial Owner of CHM GP, LLC</b>	
Jon Cronin c/o Cronin Holdings LP 250 Northern Avenue, Suite 400 Boston, MA 02210	100%

- (5) The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the State Department of Capital Planning and Operations.
- (6) I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL  
CORPORATIONS, AND AGENTS WHO HAVE ACTED ON SAID APPLICATION

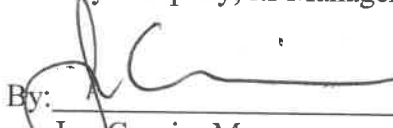
Development Consultant	Hill International Inc.	330 Congress Street Boston, MA 02110
Architect	Elkus Manfredi Architects	25 Drydock Avenue Boston, MA 02110
Landscape Architect	Carol R. Johnson Associates	115 Broad Street Boston, MA 02110
Permitting Consultants	Durand & Anastas Environmental Strategies, Inc.	250 Northern Avenue Boston, MA 02210
	Vanasse Hangen Brustlin, Inc.	99 High Street Boston, MA 02111

Transportation/ Parking	Fort Hill Infrastructure Services, LLC	54 Canal Street, 5 <sup>th</sup> Floor Boston, MA 02114
Attorneys	Pulgini & Norton, LLP	10 Forbes Road Braintree, MA 02184
	Sullivan & Worcester, LLP	One Post Office Square Boston, MA 02109
Structural Engineer	McNamara Salvia	101 Federal Street Boston, MA 02210
Construction/Mechanical/ Electrical Engineer	WSP	88 Black Falcon Pier Boston, MA 02110
Civil Engineering	Feldman Land Surveyors	112 Shawmut Ave Boston, MA 02118
Construction Manager	John Moriarty & Associates	3 Church St Winchester, MA 01890
Geotechnical Consultant	Haley & Aldrich	465 Medford St Boston, MA 02109

SIGNED under the penalties of perjury.

150 Seaport LLC, a Delaware limited liability company

By: CHM GP, LLC, a Massachusetts limited liability company, its Manager

By:   
Jon Cronin, Manager

Date: June 26, 2018

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CITY CLERK'S OFFICE  
2018 JUN 27 P 4: 36  
BOSTON, MA

June 27, 2018

**BY HAND**

Ms. Maureen Feeney  
City Clerk  
Boston City Hall  
One City Hall Square, Room 601  
Boston, MA 02201

Re: 150 Seaport Boulevard/PDA No. 104

Dear Ms. Feeney:

I have enclosed for filing an Updated Disclosure Statement concerning beneficial interests for the above-referenced project as required by Article 80, Section 80B-8(6) of the Boston Zoning Code.

Very truly yours,



Victor N. Baltera

Direct line: 617-338-2945  
[vbaltera@sandw.com](mailto:vbaltera@sandw.com)

VNB:ams

Enclosure

cc w/o enc.: Lisa Richardson

Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

As of \_\_\_\_ September 13 \_\_\_\_, 2017

RECEIVED  
CITY CLERK'S OFFICE  
2018 FEB -6 A 9:58

- (1) Name of Project: \_\_\_\_\_ 3531 Washington Street \_\_\_\_\_ BOSTON, MA
- (2) Location: \_\_\_\_\_ 3531 Washington Street \_\_\_\_\_, Boston, MA
- (3) Applicant: JPOne Holdings, LLC
- (4) The undersigned hereby states, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate within one-tenth of one percent if such interest exceeds one percent) in the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAME AND ADDRESS OF EACH PERSON WITH SAID BENEFICIAL INTEREST

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
1. SSG JP Mixed Use, LLC <i>*see Schedule A</i>	120 South Street, 4 <sup>th</sup> Floor Boston, MA 02111	50%
2. BBJP Investor, LLC <i>*see Schedule B</i>	20 Park Plaza, #821 Boston, MA 02116	50%
3.		
4.		

- (5) The undersigned also acknowledges and states that none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the Commonwealth's Division of Capital Asset Management.
- (6) The undersigned hereby states, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of the foregoing with respect to the application for Zoning Relief on the above-listed property are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

NAMES AND ADDRESSES OF ALL FIRMS AND PROFESSIONAL CORPORATIONS, AND  
AGENTS WHO HAVE ACTED ON SAID APPLICATION

[names and addresses of project consultant firms]

*[Remainder of page intentionally blank]*

Signed under the penalties of perjury as of the date first written above.

[PROPONENT]

By:



Name:

Michael Owen

Its:

Mon



**SCHEDULE A**

**SSG JP MIXED USE, LLC**

**MEMBERS**

NAME AND ADDRESS OF MEMBERS	PERCENTAGE INTEREST
Gerald D. Cohen c/o SF Properties, Inc. 651 Washington Street, Suite 200 Brookline, Massachusetts 02446	28.12%
Robert W. Granger 451 Bayfront Place, Unit 5306 Naples, Florida 34102	16.88%
Stephen J. Granger 1903 Cocoplum Way Naples, Florida 34105	16.88%
George A. Bachrach 39 Merrill Road Watertown, Massachusetts 02472	10.00%
Bryan T. Rich 800 Hartford Turnpike PO Box 439 Shrewsbury, Massachusetts 01545	28.12%

**MANAGER**

Bryan T. Rich  
129 South Street, 4<sup>th</sup> Floor  
Boston, Massachusetts 02111

**SCHEDULE B**

**BBJP INVESTOR, LLC**

**MEMBERS**

NAME AND ADDRESS OF MEMBERS	PERCENTAGE INTEREST
Michael Durand 20 Park Plaza, Suite #821 Boston, MA 02116	100.00%

**MANAGER**

Michael Durand  
20 Park Plaza, Suite #821  
Boston, MA 02116

**Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code**

2010 FEB 25 P 4: 16

DUSTIN TTA

- (1) Name of Project: Residences at Seaport Condominium
- (2) Location: 85 Seaport Boulevard  
Boston, MA 02210
- (3) Applicant: CLPF Residences at Seaport LLC
- (4) I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest to within one-tenth of one percent if such interest exceeds one percent) in the above-listed property, effective upon the closing of the acquisition of the Project by the Applicant, are listed below pursuant to the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

**NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL  
INTEREST**

	<u>Percentage Interest</u>
NAME: CLPF – MA REIT, LLC, a Delaware limited liability company c/o Clarion Partners 230 Park Avenue New York, NY 10169	100%
NAME: Clarion Lion Properties Fund Holdings, L.P., a Delaware limited partnership c/o Clarion Partners 230 Park Avenue New York, NY 10169	100% <sup>1</sup>
NAME: Clarion Lion Properties Fund Holdings REIT, LLC, a Delaware limited liability company c/o Clarion Partners 230 Park Avenue New York, NY 10169	100%

<sup>1</sup> Clarion Lion Properties Fund Holdings, L.P., owns 100% of the common interests in CLPF – MA REIT, LLC; 100 individual shareholders own, collectively, less than 1% in preferred shares.

NAME: Clarion Lion Properties Fund, L.P.,  
a Delaware limited partnership > 99.99%<sup>2</sup>  
c/o Clarion Partners  
230 Park Avenue  
New York, NY 10169

NOTE: Clarion Lion Properties Fund, L.P., is a widely held private equity fund with more than \$10.8 billion in assets. Ownership interests in the fund change frequently, though there are no beneficial owners with an ownership interest greater than 10%.

- (5) The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the State Department of Capital Planning and Operations.
- (6) I hereby state, under the penalties of perjury, that the no firms or professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and no other agents have acted on behalf of any of the foregoing with respect to an application for Zoning Relief on the above-listed property.

[Signature page follows.]

---

<sup>2</sup> There are 125 individual shareholders that collectively own less than 0.01% of the interests in Clarion Lion Properties Fund Holdings REIT, LLC.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of February 23, 2018, under penalties of perjury.

**CLPF RESIDENCES AT SEAPORT LLC,**  
a Delaware limited liability company

By: CLPF – MA REIT, LLC, its sole member

By: Clarion Lion Properties Fund Holdings,  
L.P., its Manager


By: CLPF-Holdings, LLC,  
its General Partner

By: Clarion Lion Properties Fund Holdings  
REIT, LLC, its sole member

By: Clarion Lion Properties Fund, LP,  
its Managing Member

By: Clarion Partners LPF GP, LLC,  
its General Partner

By: Clarion Partners, LLC,  
its sole member

By:   
Name: Gary Rufrano  
Title: Authorized Signatory

February 23, 2018

VIA OVERNIGHT DELIVERY

Maureen Feeney  
City Clerk  
City of Boston  
One City Hall Square, Room 601  
Boston, MA 02201-2014

Theresa Donovan  
Assistant Secretary  
Boston Planning & Development Agency  
One City Hall Square  
Boston, MA 02201-2014

RE: Assignment of Affordable Rental Housing Agreement and Restriction (the "Assignment") between Watermark Seaport, LLC, a Delaware limited liability company ("Assignor"), and CLPF Residences at Seaport LLC, a Delaware limited liability company ("Assignee")

Dear Ms. Feeney and Ms. Donovan:

In connection with the above referenced Assignment, we are delivering with this letter a Disclosure Statement Concerning Beneficial Interests concerning the above referenced Assignee. The Disclosure Statement Concerning Beneficial Interests speaks as of the effective date of the closing of the Assignment and the transfer of the Residences at Seaport Condominium project to the Assignee, expected to occur on February 27, 2018.

Please let me know if you have any questions.

Sincerely,



Gary Rufrano  
Authorized Signatory

Enclosures

cc: Lawrence Knowles (via electronic delivery)  
Reade Everett (via electronic delivery)

Gary Rufrano  
Managing Director

230 PARK AVENUE  
NEW YORK, NY 10169  
T 212-883-2641

GARY.RUFRANO@CLARIONPARTNERS.COM  
WWW.CLARIONPARTNERS.COM

Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

RECEIVED  
CITY CLERK'S OFFICE  
2018 APR 12 P 1:29

1. Proposed Project: Certain Improvements at 370-380 Harrison Avenue, South End, MA  
Boston, Massachusetts

The Proposed Project will contain a maximum of up to 356,500 square feet, comprised of up to approximately 348,000 square feet of residential space in up to approximately 324 residential rental and homeownership units and 8,500 square feet of ground floor retail, restaurant, commercial and existing or start-up business or not-for-profit affordable cultural space.

2. Location: 370-380 Harrison Avenue, South End, Boston, Massachusetts

3. Applicant: South End 11, LLC

4. I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of the Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the Proposed Project are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

5. NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST:  
attached as Exhibit A hereto.

6. The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of MA, nor is an employee of the State Department of Capital Planning and Operations.

7. I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the Notice of Project Change on the above-listed property, for compensation not less than \$50,000, are listed on the attached Exhibit B in compliance with the provisions of Article 80, Section 80B-8, or the Boston Zoning Code.

[The balance of this page has been intentionally left blank]

**Exhibit A**  
Beneficial Interests

The following entities hold the following Beneficial Interests in South End 11, LLC

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
The Related Companies, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10024	100.00%

The following entities hold the following Beneficial Interests in The Related Companies, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Stephen M. Ross	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	63.0%
Jeff T. Blau	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	18.4%
Bruce A Beal, Jr.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	10.3%
MSD Capital, LP	645 Fifth Avenue, 21st Floor New York, NY	2.5%
CREL/OAL LLC	505 Park Avenue New York, NY 10022	2.45%
Kuwait Investment Authority	Ministries Complex Block No. 3 PO Box 64 13001 Safat Kuwait	2.45%
Michael J. Brenner	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	0.9%



Executive Architect:

---

Utile  
15 Kingston Street  
Boston, MA 02111  
(617) 423-7200  
Michael LeBlanc  
Brett Bentson

Design Architect:

Robert A.M. Stern Architects, LLP  
460 West 34<sup>th</sup> Street  
New York, NY 10001  
(212) 967-5100  
Dan Lobitz

Landscape Architect:

Ground Inc.  
6 Carlton Street  
Somerville, MA 02143  
(617) 718-0889  
Shauna Gillies-Smith

Legal Counsel:

Nutter McClennen & Fish, LLP  
Seaport West  
155 Seaport Boulevard  
Boston, MA 02210  
(617) 439-2000  
Mary Marshall

Environmental Permitting  
and Historic Resources  
Consultant:

Epsilon Associates, Inc.  
3 Clock Tower Place, Suite 250  
Maynard, MA 01754  
(978) 897-7100  
Geoff Starsiak

Transportation and Parking  
Consultant:

Howard Stein Hudson  
11 Beacon Street, Suite 1010  
Boston, MA 02108  
(617) 482-7080  
Guy Busa  
Michael Santos

Civil Engineer:

Bryant Associates  
90 Canal Street, Suite 301  
Boston, MA 02114  
(617) 24-0300  
John Cusack



Mary T. Marshall  
Direct Line: 617-439-2104  
Fax: 617-310-9104  
E-mail: mmarshall@nutter.com

April 12, 2018  
112729-7

**By Hand Delivery**

Teresa Polhemus, Executive Director/Secretary  
Boston Planning & Development Agency  
1 City Hall Square, 9<sup>th</sup> Floor  
Boston, MA 02201

Re: Disclosure of Beneficial Interests – 370-380 Harrison Avenue, Boston, MA

Dear Secretary Polhemus:

Our office represents South End 10, LLC and South End 11, LLC, the Applicant/Proponent of certain improvements at 370-380 Harrison Avenue, South End, Boston, Massachusetts (the "Project"). Pursuant to Article 80-B of the Boston Zoning Code, please find two (2) original executed Disclosures of Beneficial Interests for the 370-380 Harrison Avenue Project.

These had previously been provided by email on February 2, 2017, but I wanted to more formally transmit. Please do not hesitate to contact me should you have any questions.

Many kind thanks for your assistance in this matter.

Very truly yours,

Mary T. Marshall

MTM:cnb  
Enclosures

cc: Maureen Feeney, City Clerk  
Jeffrey M. Hampton, BPDA  
Andrew Hayes, Related Beal

Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

RECEIVED  
2018 APR 12 P 3:05

1. Proposed Project: Certain Improvements at 370-380 Harrison Avenue, South End, Boston, Massachusetts

The Proposed Project will contain a maximum of up to 356,500 square feet, comprised of up to approximately 348,000 square feet of residential space in up to approximately 324 residential rental and homeownership units and 8,500 square feet of ground floor retail, restaurant, commercial and existing or start-up business or not-for-profit affordable cultural space.

2. Location: 370-380 Harrison Avenue, South End, Boston, Massachusetts
3. Applicant: South End 10, LLC
4. I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of the Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the Proposed Project are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.
5. NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST: attached as Exhibit A hereto.
6. The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of MA, nor is an employee of the State Department of Capital Planning and Operations.
7. I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the Notice of Project Change on the above-listed property, for compensation not less than \$50,000, are listed on the attached Exhibit B in compliance with the provisions of Article 80, Section 80B-8, or the Boston Zoning Code.

[The balance of this page has been intentionally left blank]

SIGNED under the penalties of perjury

South End 10, LLC

By: The Related Companies, L.P. , a New York Limited Partnership

By: The Related Realty Group Inc, its general partner

By:   
Title: Authorized Signatory  
As to the Beneficial Interests  
Affiliated with The Related Companies, L.P.

**Exhibit A**  
**Beneficial Interests**

The following entities hold the following Beneficial Interests in South End 10, LLC

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
The Related Companies, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10024	100.00%

The following entities hold the following Beneficial Interests in The Related Companies, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Stephen M. Ross	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	63.0%
Jeff T. Blau	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	18.4%
Bruce A Beal, Jr.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	10.3%
MSD Capital, LP	645 Fifth Avenue, 21st Floor New York, NY	2.5%
CREL/OAL LLC	505 Park Avenue New York, NY 10022	2.45%
Kuwait Investment Authority	Ministries Complex Block No. 3 PO Box 64 13001 Safat Kuwait	2.45%
Michael J. Brenner	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	0.9%

Executive Architect:

---

Utile  
15 Kingston Street  
Boston, MA 02111  
(617) 423-7200  
Michael LeBlanc  
Brett Bentson

Design Architect:

Robert A.M. Stern Architects, LLP  
460 West 34<sup>th</sup> Street  
New York, NY 10001  
(212) 967-5100  
Dan Lobitz

Landscape Architect:

Ground Inc.  
6 Carlton Street  
Somerville, MA 02143  
(617) 718-0889  
Shauna Gillies-Smith

Legal Counsel:

Nutter McClennen & Fish, LLP  
Seaport West  
155 Seaport Boulevard  
Boston, MA 02210  
(617) 439-2000  
Mary Marshall

Environmental Permitting  
and Historic Resources  
Consultant:

Epsilon Associates, Inc.  
3 Clock Tower Place, Suite 250  
Maynard, MA 01754  
(978) 897-7100  
Geoff Starsiak

Transportation and Parking  
Consultant:

Howard Stein Hudson  
11 Beacon Street, Suite 1010  
Boston, MA 02108  
(617) 482-7080  
Guy Busa  
Michael Santos

Civil Engineer:

Bryant Associates  
90 Canal Street, Suite 301  
Boston, MA 02114  
(617) 24-0300  
John Cusack



Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

RECEIVED  
CITY CLERK'S OFFICE  
2018 NOV 14 A 11:42  
BOSTON, MA

1. Proposed Project: The Kenmore Square Redevelopment Project, as further described in the Project Notification Form submitted to the Boston Redevelopment Authority doing business as the Boston Planning & Development Agency on May 10, 2018.
2. Location: Properties generally known as and numbered 650 Beacon Street, 652-654 Beacon Street, 656 Beacon Street, 660 Beacon Street, 533 Commonwealth Avenue, 535-539 Commonwealth Avenue, and 541 Commonwealth Avenue in the Kenmore Square Neighborhood of Boston, Massachusetts. This disclosure relates to the so-called Commonwealth Building to be constructed on the 23,159 sf parcel at 533-541 Commonwealth Avenue known as the Commonwealth Redevelopment Parcel.
3. Applicant **RREF II Kenmore Lessor II LLC**, a Delaware limited liability company.
4. I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the Proposed Project are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.
5. NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST: attached as Exhibit A hereto.
6. The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the Commonwealth's Department of Capital Asset Management and Maintenance.
7. I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the Project Notification Form on the above-listed property, for compensation not less than \$50,000.00, are listed on the attached Exhibit B in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

[The balance of this page has been intentionally left blank]

SIGNED under the penalties of perjury

RREF II Kenmore Lessor II LLC, a Delaware limited liability company

By: PLW

Name: Patrick Sweeney

Title: Authorized Signatory

As to the Beneficial Interests Affiliated  
with RREF II Kenmore Lessor II LLC

### **Exhibit A**

The following entity holds the following Beneficial Interests in RREF II Kenmore Lessor II, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
RREF II Acquisitions, LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in RREF II Acquisitions, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Real Estate Fund II, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in Related Real Estate Fund II, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Real Estate Fund II GP, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	Promote Interest
Related Real Estate Fund II Investor LLC, which is owned by employees of The Related Companies, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	3.5%
Various Pension Funds, Sovereign Wealth Funds, Foundations, Endowments and Family Partnerships	N/A	96.5% [See Schedule I Attached]

The following entity holds the following Beneficial Interests in Related Real Estate Fund II GP, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Real Estate Fund II GP-A, LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in Related Real Estate Fund II GP-A, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Fund Management, LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in Related Fund Management, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Sousa Holdings LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	17.4%
The Related Companies, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	82.6%

The following entity holds the following Beneficial Interests in The Related Companies, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Stephen M. Ross	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	63.0%
Jeff T. Blau	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	18.4%
Bruce A. Beal, Jr.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	10.3%
MSD Capital, LP	645 Fifth Avenue, 21 <sup>st</sup> Floor New York, NY	2.5%
CREL/OAL LLC	505 Park Avenue New York, NY 10022	2.45%
Kuwait Investment Authority	Ministries Complex Block No. 3 PO Box 64 13001 Safat Kuwait	2.45%
Michael J. Brenner	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	0.9%

# Schedule I

## Related Real Estate Fund II, L.P.

### Limited Partner

	<u>%</u>
Abington related Real Estate Fund II, LLC	1.9%
The Aquarius Trust	0.2%
ASB Revocable Trust	0.2%
College Entrance Examination Board d/b/a The College Board	0.5%
Conard and Davis Investments Group LP	1.0%
Paul & Ingrid Dimitruk	0.0%
Fencing Masters Partners, LLC	0.6%
Froot Family Limited Partnership	0.1%
The Grable Foundation	0.3%
Harel RREFII, LP	0.5%
Hawkwood Holdings LLC	0.0%
HD American Trust	0.4%
Houston Police Officers' Pension System	2.5%
Indiana Public Retirement System	4.9%
Dave & Suzette Johnson	0.1%
Kenneth A Froot 2007 Trust	0.1%
Loyola Marymount University	0.5%
Manbro R.E. IV, LP	0.5%
Missouri Local Government Employees Retirement System	7.4%
Oklahoma State Regents for Higher Education	0.7%
Opportunistic Real Estate Fund II, LLC	4.9%
Partners Capital Kestrel Fund LP - Series D	0.2%
Regents of the University of Michigan	3.5%
Related Real Estate Fund II (Feeder) Holding, LLC	23.4%
RREF II Feeder-2 Holdings, Inc.	27.8%
Rutgers, The State University - D.B.A. Rutgers, the State	
University of New Jersey Long-Term Investment Pool	0.7%
Syracuse University	0.6%
Teachers' Retirement System of Louisiana	3.5%
Texas County and District Retirement System	3.9%
The Principia Corporation	0.4%
University of Buffalo Foundation, Inc.	0.5%
William N. Thompson	0.0%
Windrose - RREF II LLC	1.0%
MREP X-Invs, L.P. (Metropolitan)	0.2%
JP Morgan Chase Bank, N.A. as Directed Trustee of the	
Southern Company System Master Retirement Trust	3.5%
Windrose - RREF II LLC (S) (Additional Commitment)	0.1%
Pamela M Wright Living Trust	0.0%
	<u>96.5%</u>

**Exhibit B**

**Development Team**

Proponent:	RREF II Kenmore Lessor II LLC c/o Related Beal, LLC 177 Milk Street Boston, MA 02109 (617) 451-2100 Andrew Hayes Alex Provost
Architect:	Roger Ferris + Partners 11 Wilton Road Westport, CT 06880 (203) 222-4848 Roger Ferris, AIA, RIBA Katherine Dinneen, AIA Jake Watkins, AIA
Executive Architect:	Stantec 311 Summer Street Boston, MA 02210 (617) 234-3100 Larry Grossman, AIA
Landscape Architect:	Kyle Zick Landscape Architecture, Inc. 36 Bromfield Street, Suite 202 Boston, MA 02108 (617) 451-1018 Kyle Zick, ASLA
Legal Counsel:	Nutter McClennen & Fish, LLP Seaport West 155 Seaport Boulevard Boston, MA 02210 (617) 439-2000 Mary Marshall
Article 80 and Historic Resources Consultant:	Epsilon Associates, Inc. 3 Mill & Main Place, Suite 250 Maynard, MA 01754 (978) 897-7100 Article 80: Geoff Starsiak Historic Resources: Geoff Melhuish

Transportation Consultant  
and Civil Engineer:

VHB  
99 High Street  
Boston, MA 02110  
(617) 728-7777

Transportation: Sean Manning  
Civil Engineer: Mark Junghans

LEED Consultant:

WSP  
88 Black Falcon Avenue, Suite 210  
Boston, MA 02210  
(617) 210-1600  
Jeremy Pinkham



Mary T. Marshall  
Direct Line: 617-439-2104  
Fax: 617-310-9104  
E-mail: mmarshall@nutter.com

November 13, 2018  
112729-10

**By Hand Delivery**

Teresa Polhemus, Executive Director/Secretary  
Boston Planning & Development Agency  
1 City Hall Square, 9<sup>th</sup> Floor  
Boston, MA 02201

RECEIVED  
CITY CLERK'S OFFICE  
2018 NOV 14 A 11:33  
BOSTON, MA

Re: Disclosure of Beneficial Interests – Kenmore Square Redevelopment Project

Dear Secretary Polhemus:

Our office represents RREF II Kenmore Lessor II LLC and RREF II Kenmore Lessor III LLC, either individually or collectively the "Proponent", of the Kenmore Square Redevelopment Project located at 650 Beacon Street, 652-654 Beacon Street, 656 Beacon Street, 660 Beacon Street, 533 Commonwealth Avenue, 535-539 Commonwealth Avenue, and 541 Commonwealth Avenue, Boston's Kenmore Square (the "Project"). Pursuant to Article 80-B of the Boston Zoning Code, please find an executed original Disclosure of Beneficial Interests for each Proponent of the Project.

Please do not hesitate to contact me should you have any questions.

Many kind thanks for your assistance in this matter.

Very truly yours,

Mary T. Marshall

MTM:cnb  
Enclosures

cc: **Maureen Feeney, City Clerk**  
Jeffrey M. Hampton, BPDA  
Mallory Toomey, Esq.  
Tim Czerwienski, BPDA  
Alex Provost, Related Beal



Disclosure Statement Concerning Beneficial Interests as  
Required by Article 80, Section 80B-8, of the Boston Zoning Code

RECEIVED  
CITY CLERK'S OFFICE  
2018 NOV 14 A 11:42  
BOSTON, MA

1. Proposed Project: The Kenmore Square Redevelopment Project, as further described in the Project Notification Form submitted to the Boston Redevelopment Authority doing business as the Boston Planning & Development Agency on May 10, 2018.
2. Location: Properties generally known as and numbered 650 Beacon Street, 652-654 Beacon Street, 656 Beacon Street, 660 Beacon Street, 533 Commonwealth Avenue, 535-539 Commonwealth Avenue, and 541 Commonwealth Avenue in the Kenmore Square Neighborhood of Boston, Massachusetts. This disclosure relates to the so-called Beacon Building to be constructed on the 25,495 sf parcel at 650-660 Beacon Street known as the Beacon Redevelopment Parcel.
3. Applicant **RREF II Kenmore Lessor III LLC**, a Delaware limited liability company.
4. I hereby state, under the penalties of perjury, that the true names and addresses of all Persons who have a Beneficial Interest (including the amount of their Beneficial Interest accurate to within one-tenth of one percent if such interest exceeds one percent) in the Proposed Project are listed below in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.
5. NAME AND RESIDENCE OF EACH PERSON WITH SAID BENEFICIAL INTEREST: attached as Exhibit A hereto.
6. The undersigned also acknowledges and states that except as stated below, none of the above-listed individuals is an official elected to public office in the Commonwealth of Massachusetts, nor is an employee of the Commonwealth's Department of Capital Asset Management and Maintenance.
7. I hereby state, under the penalties of perjury, that the names and addresses of all firms and professional corporations employing attorneys, real estate brokers, architects, engineers, planners, or surveyors, and all other agents who have acted on behalf of any of the foregoing with respect to the Project Notification Form on the above-listed property, for compensation not less than \$50,000.00, are listed on the attached Exhibit B in compliance with the provisions of Article 80, Section 80B-8, of the Boston Zoning Code.

[The balance of this page has been intentionally left blank]

SIGNED under the penalties of perjury

RREF II Kenmore Lessor III LLC, a Delaware limited liability company

By: 

Name: Patrick Sweeney

Title: Authorized Signatory

As to the Beneficial Interests Affiliated  
with RREF III Kenmore Lessor II LLC

### Exhibit A

The following entity holds the following Beneficial Interests in RREF II Kenmore Lessor III, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
RREF II Acquisitions, LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in RREF II Acquisitions, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Real Estate Fund II, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in Related Real Estate Fund II, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Real Estate Fund II GP, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	Promote Interest
Related Real Estate Fund II Investor LLC, which is owned by employees of The Related Companies, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	3.5%
Various Pension Funds, Sovereign Wealth Funds, Foundations, Endowments and Family Partnerships	N/A	96.5% [See Schedule I Attached]

The following entity holds the following Beneficial Interests in Related Real Estate Fund II GP, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Real Estate Fund II GP-A, LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in Related Real Estate Fund II GP-A, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Related Fund Management, LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	100%

The following entity holds the following Beneficial Interests in Related Fund Management, LLC:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Sousa Holdings LLC	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	17.4%
The Related Companies, L.P.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	82.6%

The following entity holds the following Beneficial Interests in The Related Companies, L.P.:

<u>Name</u>	<u>Address</u>	<u>Percentage Interest</u>
Stephen M. Ross	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	63.0%
Jeff T. Blau	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	18.4%
Bruce A. Beal, Jr.	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	10.3%
MSD Capital, LP	645 Fifth Avenue, 21 <sup>st</sup> Floor New York, NY	2.5%
CREL/OAL LLC	505 Park Avenue New York, NY 10022	2.45%
Kuwait Investment Authority	Ministries Complex Block No. 3 PO Box 64 13001 Safat Kuwait	2.45%
Michael J. Brenner	c/o The Related Companies, L.P. 60 Columbus Circle New York, NY 10023	0.9%

# Schedule I

## **Related Real Estate Fund II, L.P.**

### **Limited Partner**

	<u>%</u>
Abington related Real Estate Fund II, LLC	1.9%
The Aquarius Trust	0.2%
ASB Revocable Trust	0.2%
College Entrance Examination Board d/b/a The College Board	0.5%
Conard and Davis Investments Group LP	1.0%
Paul & Ingrid Dimitruk	0.0%
Fencing Masters Partners, LLC	0.6%
Froot Family Limited Partnership	0.1%
The Grable Foundation	0.3%
Harel RREFII, LP	0.5%
Hawkwood Holdings LLC	0.0%
HD American Trust	0.4%
Houston Police Officers' Pension System	2.5%
Indiana Public Retirement System	4.9%
Dave & Suzette Johnson	0.1%
Kenneth A Froot 2007 Trust	0.1%
Loyola Marymount University	0.5%
Manbro R.E. IV, LP	0.5%
Missouri Local Government Employees Retirement System	7.4%
Oklahoma State Regents for Higher Education	0.7%
Opportunistic Real Estate Fund II, LLC	4.9%
Partners Capital Kestrel Fund LP - Series D	0.2%
Regents of the University of Michigan	3.5%
Related Real Estate Fund II (Feeder) Holding, LLC	23.4%
RREF II Feeder-2 Holdings, Inc.	27.8%
Rutgers, The State University - D.B.A. Rutgers, the State	
University of New Jersey Long-Term Investment Pool	0.7%
Syracuse University	0.6%
Teachers' Retirement System of Louisiana	3.5%
Texas County and District Retirement System	3.9%
The Principia Corporation	0.4%
University of Buffalo Foundation, Inc.	0.5%
William N. Thompson	0.0%
Windrose - RREF II LLC	1.0%
MREP X-Invs, L.P. (Metropolitan)	0.2%
JP Morgan Chase Bank, N.A. as Directed Trustee of the	
Southern Company System Master Retirement Trust	3.5%
Windrose - RREF II LLC (S) (Additional Commitment)	0.1%
Pamela M Wright Living Trust	0.0%
	<hr/> 96.5%

**Exhibit B**

**Development Team**

Proponent: RREF II Kenmore Lessor III LLC  
c/o Related Beal, LLC  
177 Milk Street  
Boston, MA 02109  
(617) 451-2100  
Andrew Hayes  
Alex Provost

Architect: Roger Ferris + Partners  
11 Wilton Road  
Westport, CT 06880  
(203) 222-4848  
Roger Ferris, AIA, RIBA  
Katherine Dinneen, AIA  
Jake Watkins, AIA

Executive Architect: Stantec  
311 Summer Street  
Boston, MA 02210  
(617) 234-3100  
Larry Grossman, AIA

Landscape Architect: Kyle Zick Landscape Architecture, Inc.  
36 Bromfield Street, Suite 202  
Boston, MA 02108  
(617) 451-1018  
Kyle Zick, ASLA

Legal Counsel: Nutter McClennen & Fish, LLP  
Seaport West  
155 Seaport Boulevard  
Boston, MA 02210  
(617) 439-2000  
Mary Marshall

Article 80 and Historic  
Resources Consultant: Epsilon Associates, Inc.  
3 Mill & Main Place, Suite 250  
Maynard, MA 01754  
(978) 897-7100  
Article 80: Geoff Starsiak  
Historic Resources: Geoff Melhuish

Transportation Consultant  
and Civil Engineer:

VHB  
99 High Street  
Boston, MA 02110  
(617) 728-7777

Transportation: Sean Manning  
Civil Engineer: Mark Junghans

LEED Consultant:

WSP  
88 Black Falcon Avenue, Suite 210  
Boston, MA 02210  
(617) 210-1600  
Jeremy Pinkham



Mary T. Marshall  
Direct Line: 617-439-2104  
Fax: 617-310-9104  
E-mail: mmarshall@nutter.com

November 13, 2018  
112729-10

**By Hand Delivery**

Teresa Polhemus, Executive Director/Secretary  
Boston Planning & Development Agency  
1 City Hall Square, 9<sup>th</sup> Floor  
Boston, MA 02201

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2018 NOV 14 A 11:37  
BOSTON, MA

Re: Disclosure of Beneficial Interests – Kenmore Square Redevelopment Project

Dear Secretary Polhemus:

Our office represents RREF II Kenmore Lessor II LLC and RREF II Kenmore Lessor III LLC, either individually or collectively the "Proponent", of the Kenmore Square Redevelopment Project located at 650 Beacon Street, 652-654 Beacon Street, 656 Beacon Street, 660 Beacon Street, 533 Commonwealth Avenue, 535-539 Commonwealth Avenue, and 541 Commonwealth Avenue, Boston's Kenmore Square (the "Project"). Pursuant to Article 80-B of the Boston Zoning Code, please find an executed original Disclosure of Beneficial Interests for each Proponent of the Project.

Please do not hesitate to contact me should you have any questions.

Many kind thanks for your assistance in this matter.

Very truly yours,

Mary T. Marshall

MTM:cnb  
Enclosures

cc: Maureen Feeney, City Clerk  
Jeffrey M. Hampton, BPDA  
Mallory Toomey, Esq.  
Tim Czerwienski, BPDA  
Alex Provost, Related Beal

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